

KELLER BENVENUTTI KIM LLP  
Tobias S. Keller (#151445)  
(tkeller@kbkllp.com)  
Peter J. Benvenutti (#60566)  
(pbenvenutti@kbkllp.com)  
Jane Kim (#298192)  
(jkim@kbkllp.com)  
650 California Street, Suite 1900  
San Francisco, CA 94108  
Tel: 415 496 6723  
Fax: 650 636 9251

## *Attorneys for Debtors and Reorganized Debtors*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**  
**PG&E CORPORATION,**  
**- and -**  
**PACIFIC GAS AND ELE**  
**COMPANY,**

- Affects PG&E Corporation
- Affects Pacific Gas and Electric Company
- Affects both Debtors

\* All papers shall be filed in the Lead Case, No. 19-30088 (DM).

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**DECLARATION OF ROBB MCWILLIAMS  
IN SUPPORT OF REORGANIZED  
DEBTORS' TWENTIETH OMNIBUS  
OBJECTION TO CLAIMS (INCORRECT  
DEBTOR CLAIMS)**

**Response Deadline:**  
November 3, 2020, 4:00 p.m. (PT)

#### **Hearing Information If Timely Response Made:**

Date: November 17, 2020

Time: 10:00 a.m. (Pacific Time)

Place: (Telephonic Appearances Only)  
United States Bankruptcy Court  
Courtroom 17, 16th Floor  
San Francisco, CA 94102

1 I, Robb C. McWilliams, pursuant to section 1746 of title 28 of the United States Code, hereby  
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,  
3 information, and belief:

4 1. I am a Managing Director at the firm of AlixPartners, LLP (“**AlixPartners**”), which is  
5 an affiliate of both AlixPartners, LLC and AP Services, LLC, (“**APS**”), which provided interim  
6 management services to Pacific Gas and Electric Corporation and Pacific Gas and Electric Company, as  
7 debtors and reorganized debtors (collectively, the “**Debtors**,” or, as reorganized pursuant to the Plan, the  
8 “**Reorganized Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”). I submit  
9 this Declaration in support of the *Reorganized Debtors’ Twentieth Omnibus Objection to Claims*  
10 (*Incorrect Debtor Claims*) (the “**Omnibus Objection**”),<sup>1</sup> filed contemporaneously herewith.

11 2. In my current position, I am responsible for overseeing the Bankruptcy Case Management  
12 component of AlixPartners’ assignment to assist the Reorganized Debtors with various matters related  
13 to these Chapter 11 Cases. My area of responsibility includes the effort by AlixPartners, in coordination  
14 with the Reorganized Debtors, to review and assess the validity of all claims asserted against the Debtors,  
15 other than (a) Fire Claims and Subrogation Wildfire Claims and (b) providing limited support with  
16 respect to Securities Claims. I am generally familiar with the Reorganized Debtors’ day-to-day  
17 operations, financing arrangements, business affairs, and books and records. Except as otherwise  
18 indicated herein, all facts set forth in this Declaration are based upon my personal knowledge, the  
19 knowledge of other APS professionals working under and alongside me on this matter, my discussions  
20 with the Reorganized Debtors’ personnel, the Reorganized Debtors’ various other advisors and counsel,  
21 and my review of relevant documents and information prepared by the Reorganized Debtors. If called  
22 upon to testify, I would testify competently to the facts set forth in this Declaration. I am authorized to  
23 submit this declaration on behalf of the Reorganized Debtors.

24 3. The AlixPartners team under my supervision has been actively and intimately involved  
25 in the claims review and reconciliation process since shortly after the filing of these Chapter 11 Cases.  
26 AlixPartners initially assisted the Debtors in the preparation of their bankruptcy schedules based on the  
27

---

28 <sup>1</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in  
the Omnibus Objection.

1 Debtors' books and records. As claims were filed, AlixPartners coordinated with the Debtors the process  
2 of reconciling filed claims with the Debtors' schedules and books and records to determine the validity  
3 of filed claims based on those schedules and books and records. AlixPartners has developed and  
4 maintains a claims reconciliation database and various data management applications that are used by  
5 the Reorganized Debtors and AlixPartners to identify both valid claims as well as claims that are not  
6 valid in whole or in part and the appropriate grounds for objection to such claims. AlixPartners is now  
7 supporting, and will continue to support, the efforts of the Reorganized Debtors and their counsel to  
8 resolve disputed claims, including by formal objections as necessary.

9       4. As part of the claims review and reconciliation process described above, the AlixPartners  
10 team, working with the Reorganized Debtors' personnel and other professionals, has identified a number  
11 of filed Proofs of Claim for which the Reorganized Debtors are not liable. If not disallowed, these Proofs  
12 of Claim potentially could allow the applicable claimants to receive recoveries to which they are not  
13 entitled.

14       5. The Omnibus Objection is directed to some of those Proofs of Claim—those specifically  
15 identified in **Exhibit 1** to the Omnibus Objection, in the column headed “Claims To Be Disallowed and  
16 Expunged,” and referred to in the Omnibus Objection as “Incorrect Debtor Claims.” **Exhibit 1** to the  
17 Omnibus Objection was prepared by the AlixPartners team under my overall supervision, and I am  
18 familiar with both documents, their contents, and the process under which they were prepared.

19       6. The Incorrect Debtor Claims have been identified as duplicates of other claims that are  
20 not being objected to—the Surviving Claims, identified as such in the column bearing the heading  
21 “Surviving Claims” on **Exhibit 1**. The duplication arises because the Incorrect Debtor Claim was filed  
22 in the Chapter 11 Case of the wrong Debtor, and the liability for such Claim, if any, should be properly  
23 asserted against a different Debtor. There are three types of Incorrect Debtor Claims listed on  
24 **Exhibit 1**: (1) identical (the Claims are against different Debtors but were filed on account of the same  
25 obligation for the same amount and priority); (2) substantively identical (the Claims are against different  
26 Debtors but were filed on account of the same obligation for the same amount in different asserted  
27 priorities); or (3) partially identical (the Claims are against different Debtors but the asserted amount of  
28 one Claim is subsumed within a larger claim). In cases where the Incorrect Debtor Claims assert

different priorities, the Reorganized Debtors seek to disallow and expunge unsecured claims and leave the asserted priority claims as Surviving Claims.

7. The Omnibus Objection does not affect any of the Surviving Claims. There is a single Surviving Claim for each underlying claim asserted against the Debtors by a Claim that is the subject of the Omnibus Objection.<sup>2</sup> If the Omnibus Objection is sustained and the Incorrect Debtor Claims are disallowed, the Surviving Claims will remain as active claims on the claims register.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief. Executed this eighth day of October, 2020, in Dallas, Texas.

/s/ Robb McWilliams  
Robb McWilliams

<sup>2</sup> In some instances the same Surviving Claim appears in multiple entries in the “Surviving Claims” column on **Exhibit 1**. The multiple entries mean that there were multiple Incorrect Debtor Claims filed with respect to the same underlying obligation, and the identified Surviving Claim listed in multiple entries is the sole remaining Proof of Claim for all of the corresponding Incorrect Debtor Claims listed in the “Claims To Be Disallowed and Expunged” column.